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Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2014 or tax year beginning

OMB No 1545-0052

2014

Open to Public Inspection

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

► Do not enter social security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Name of foundation

THE ADR FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address)

P.O. BOX 118953

, and ending

A Employer identification number

75-2849058

B Telephone number

972-965-8957

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year **J Accounting method:** Cash Accrual
 (from Part II, col. (c), line 16) Other (specify) _____
 ► \$ 3,162,935. (Part I, column (d) must be on cash basis)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received				
Revenue	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B Interest on savings and temporary cash investments	69,387.	69,387.	69,387.	STATEMENT 1
	3 Dividends and interest from securities	25,333.	25,333.	25,333.	STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	30,701.			
	6b 466,311.				
	7 Capital gain net income (from Part IV, line 2)	30,701.			
	8 Net short-term capital gain				
	9 Income modifications Gross sales less returns and allowances				
	10a b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	1,310.	0.	0.	STATEMENT 3
	12 Total. Add lines 1 through 11	126,731.	125,421.	94,720.	
	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
Operating and Administrative Expenses	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	2,025.	0.	0.	0.
	c Other professional fees STMT 5	10,317.	10,317.	10,317.	0.
	17 Interest				
	18 Taxes STMT 6	2,419.	2,419.	2,419.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	6,905.	92.	92.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23	21,666.	12,828.	12,828.	0.
	25 Contributions, gifts, grants paid	235,000.			235,000.
	26 Total expenses and disbursements. Add lines 24 and 25	256,666.	12,828.	12,828.	235,000.
	27 Subtract line 26 from line 12:	<129,935.>			
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)				
	c Adjusted net income (if negative, enter -0-)				

423501
11-24-14 LHA For Paperwork Reduction Act Notice, see instructions.

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18350429 784087 90600680

2014.03040 THE ADR FOUNDATION, INC.

90600681

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments		449,122.	584,416.
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges		30.	
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock	STMT 8	988,428.	946,294.
	c	Investments - corporate bonds	STMT 9	1,610,119.	1,387,546.
Liabilities	11	Investments - land, buildings, and equipment; basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment; basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		3,047,699.	2,918,256.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ► FIT PAYABLE)		0.	492.
	23	Total liabilities (add lines 17 through 22)		0.	492.
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
Net Assets or Fund Balances		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds		1,000.	1,000.
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		3,999,000.	3,999,000.
	29	Retained earnings, accumulated income, endowment, or other funds		<952,301. >	<1,082,236. >
	30	Total net assets or fund balances		3,047,699.	2,917,764.
	31	Total liabilities and net assets/fund balances		3,047,699.	2,918,256.

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,047,699.
2	Enter amount from Part I, line 27a	2	<129,935.>
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	2,917,764.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,917,764.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a RBC - SEE ATTACHMENT 1			P		
b RBC - SEE ATTACHMENT 2			P		
c RBC - SEE ATTACHMENT 1			P		
d					
e					
(e) Gross sales price	(f) Deprecation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 60,964.		34,370.	26,594.		
b 405,338.		401,231.	4,107.		
c 9.		9.	0.		
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			26,594.		
b			4,107.		
c			0.		
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	30,701.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	0.	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013			
2012			
2011			
2010			
2009			

2 Total of line 1, column (d)

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5

5 Multiply line 4 by line 3

6 Enter 1% of net investment income (1% of Part I, line 27b)

7 Add lines 5 and 6

8 Enter qualifying distributions from Part XII, line 4

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 2b

c All other domestic foundations enter 2% of line 2b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2014 estimated tax payments and 2013 overpayment credited to 2014

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

6a	1,760.
6b	
6c	
6d	

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2015 estimated tax ►

7	1,760.
8	
9	492.
10	
11	

Refunded ►

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

*If "Yes," attach a detailed description of the activities*3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

TX

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		X

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Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
14 The books are in care of ► DANNY L. DANSBY		
Located at ► 2603 SIR PERCIVAL LANE, LEWISVILLE, TX		
Telephone no. ► 972-965-8957		
ZIP+4 ► 75056		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country ►		
16	Yes	No
	X	

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1b	
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4a	X
	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here ►

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A Yes No

5b

6b X

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DANNY L. DANSBY 2603 SIR PERCIVAL LANE LEWISVILLE, TX 75056	PRESIDENT 0.00	0.	0.	0.
RYAN L. DANSBY 2603 SIR PERCIVAL LANE LEWISVILLE, TX 75056	VICE PRESIDENT 0.00	0.	0.	0.
DAVID L. DANSBY 2603 SIR PERCIVAL LANE LEWISVILLE, TX 75056	VICE PRESIDENT 0.00	0.	0.	0.
AMY D. DANSBY 2603 SIR PERCIVAL LANE LEWISVILLE, TX 75056	SECRETARY 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

► 0

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Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ►

0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

1	N/A	Expenses
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	N/A	Amount
2		
3		
Total. Add lines 1 through 3		0.

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Part X **Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1a 2,781,663.
b	Average of monthly cash balances	1b 516,769.
c	Fair market value of all other assets	1c
d	Total (add lines 1a, b, and c)	1d 3,298,432.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.
2	Acquisition indebtedness applicable to line 1 assets	2 0.
3	Subtract line 2 from line 1d	3 3,298,432.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 49,476.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 3,248,956.
6	Minimum investment return. Enter 5% of line 5	6 162,448.

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

1	Minimum investment return from Part X, line 6	1 162,448.
2a	Tax on investment income for 2014 from Part VI, line 5	2a 2,252.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 2,252.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 160,196.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 160,196.
6	Deduction from distributable amount (see instructions)	6 0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 160,196.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a 235,000.
b	Program-related investments - total from Part IX-B	1b 0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	3a
b	Cash distribution test (attach the required schedule)	3b
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 235,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5 0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 235,000.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				160,196.
2 Undistributed income, if any, as of the end of 2014			0.	
a Enter amount for 2013 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	8,641.			
b From 2010				
c From 2011				
d From 2012	61,175.			
e From 2013	65,588.			
f Total of lines 3a through e	135,404.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 235,000.			0.	
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2014 distributable amount				160,196.
e Remaining amount distributed out of corpus	74,804.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	210,208.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	8,641.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	201,567.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012	61,175.			
d Excess from 2013	65,588.			
e Excess from 2014	74,804.			

Part XV Supplementary Information (continued)

3. Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a. Paid during the year</i>				
CHRISTIAN COMMUNITY ACTION 200 SOUTH MILL STREET LEWISVILLE, TX 75057				20,000.
COMPASSION INTERNATIONAL 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 80921				65,000.
FOCUS ON THE FAMILY 8605 EXPLORER DRIVE COLORADO SPRINGS, CO 80920				30,000.
GOSPEL FOR ASIA 1800 GOLDEN TRAIL COURT CARROLLTON, TX 75010				10,000.
INTERNATIONAL MISSION BOARD 3806 MONUMENT AVE, P.O. BOX 6767 RICHMOND, VA 23230-0767				25,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 235,000.
<i>b. Approved for future payment</i>				
NONE				
Total				► 3b 0.

THE ADR FOUNDATION, INC.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MERCY SHIPS P.O. BOX 2020 GARDEN VALLEY, TX 75771-2020				25,000.
PRECEPT MINISTRIES INTERNATIONAL 7324 NOAH REID ROAD, PO BOX 182218 CHATTANOOGA, TN 37422				10,000.
SOUTH TEXAS CHILDREN'S HOME P.O. BOX 1210 BEEVILLE, TX 78104				20,000.
TEXAS BAPTIST MEN 5351 CATRON DALLAS, TX 75227				10,000.
UNION GOSPEL MISSION 3211 IRVING BLVD DALLAS, TX 75247				20,000.
Total from continuation sheets				85,000.

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2014.03040 THE ADR FOUNDATION, INC.

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					69,387.
4 Dividends and interest from securities					25,333.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					1,310.
8 Gain or (loss) from sales of assets other than inventory					30,701.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		0.	126,731.
13 Total. Add line 12, columns (b), (d), and (e)				13	126,731.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
3, 4, & 8	THE EARNINGS IN THE FORM OF DIVIDENDS, INTEREST, AND CAPITAL GAINS ON THE ASSETS OF THE FOUNDATION INCREASE THE ASSETS WHICH MAY BE USED FOR CHARITABLE PURPOSES BY THE FOUNDATION.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST IN LIEU RBC #97190	5.	5.	5.
LESS ACCRUED INTEREST	<100.>	<100.>	<100.>
RBC REMIC BOND	187.	187.	187.
RBC WEALTH MANAGEMENT #97190	69,295.	69,295.	69,295.
TOTAL TO PART I, LINE 3	69,387.	69,387.	69,387.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
RBC WEALTH MANAGEMENT #97182	23,492.	0.	23,492.	23,492.	23,492.
RBC WEALTH MANAGEMENT #97190	1,841.	0.	1,841.	1,841.	1,841.
TO PART I, LINE 4	25,333.	0.	25,333.	25,333.	25,333.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NON-TAXABLE DISTRIBUTIONS	929.	0.	0.
CORRECT 2013 ERROR	381.	0.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	1,310.	0.	0.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	2,025.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	2,025.	0.	0.	0.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKER FEES	10,317.	10,317.	10,317.	0.
TO FORM 990-PF, PG 1, LN 16C	10,317.	10,317.	10,317.	0.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAX	2,252.	2,252.	2,252.	0.
FOREIGN TAXES	167.	167.	167.	0.
TO FORM 990-PF, PG 1, LN 18	2,419.	2,419.	2,419.	0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
P.O. BOX RENTAL	92.	92.	92.	0.
CHANGE IN VALUE ADJUSTMENT	6,813.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	6,905.	92.	92.	0.

THE ADR FOUNDATION, INC.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	946,294.	1,159,159.
TOTAL TO FORM 990-PF, PART II, LINE 10B	946,294.	1,159,159.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	1,387,546.	1,419,360.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,387,546.	1,419,360.

Schedule of Realized Gains and Losses

This section includes a summary of the short-term or long-term gain or loss from the sale of selected securities in this account. "Short-term" refers to securities held for one year or less; "long-term" refers to securities held more than one year. RBC provides the following Schedule of Realized Gains and Losses as a service to its clients; the information may not be accurate for tax reporting or other purposes and may rely on information, such as the original cost basis for a security, that you or another source at your direction provided to RBC.

Market discount, acquisition premium and life to date OID are only provided for covered securities. Cost basis information may reflect a change in the value of certain fixed income and other securities that return or amortize principal over time. In the case of bonds purchased at a premium, cost basis information may be amortized. In addition, cost basis information may reflect accretion for zero coupon and OID bonds. Please refer to IRS Publications 1212 and 550 or consult your tax advisor for additional information.

For more information on original cost and other tax attributes reported on fixed income securities, please see the enclosed insert.

Please see Form 1099-B for information reported to the IRS.

1099-B RBC Capital Markets, LLC - Sales, Redemptions, and Returns of Principal

Please note that items that are checked in the 'Non-Cvrd. Sec' column are noncovered securities and cost basis information for these items is not reported to the IRS. Cost basis information for items that are checked in the 'Basis Rptd' To IRS' column is reported to the IRS. Please see enclosed insert for additional information.

BOXES 1a, 1b, 1c, 1d, 1e, 1f, 1g, 2, 3, 5 - Stocks, bonds etc

SECURITY ID & DESCRIPTION (Box 1a)

DATE OF SALE (Box 1c)	FORM 8949 / NOTES	QUANTITY (Box 1a)	NET PROCEEDS (Box 1d)	DATE ACQUIRED (Box 1b)	NET COST (Box 1e)	ADJUSTMENTS / CODE IF ANY (Box 1g / Box 1f)	TERM (Box 2)	BASIS RPTD TO IRS (Box 3)	NON- CVRD SEC (Box 5)
084159AG1			BANK NOVA SCOTIA B C				LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
08/11/14	E/	65,000.000	65,000.00	7/21/2011	65,000.00				
21988G262			CORPORATE BACKED TR CTFs 2003-7 BOEING CO NT-BKD TR CL						
			A-1 DUE 02/15/2033						
09/23/14	E/	1,400.000	35,000.00	3/13/2007	34,726.00		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
25469JTS8			DISCOVER BK GREENWOOD DEL C/D FDIC INS TO LIMITS						
09/03/14	E/	95,000.000	95,000.00	8/26/2008	95,000.00		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
36202DD73			G N M A PASS THRU POOL 002826M						
01/21/14	E/P	0.000	4.76	12/8/1999	4.93		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
02/20/14	E/P	0.000	5.30	12/8/1999	5.49		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
03/20/14	E/P	0.000	5.00	12/8/1999	5.17		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
04/21/14	E/P	0.000	4.92	12/8/1999	5.09		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
05/20/14	E/P	0.000	96.32	12/8/1999	99.69		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
06/20/14	E/P	0.000	4.90	12/8/1999	5.07		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
07/21/14	E/P	0.000	4.98	12/8/1999	5.15		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
08/20/14	E/P	0.000	5.17	12/8/1999	5.35		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
09/22/14	E/P	0.000	4.99	12/8/1999	5.17		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
10/20/14	E/P	0.000	4.85	12/8/1999	5.02		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
11/20/14	E/P	0.000	5.05	12/8/1999	5.23		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
12/22/14	E/P	0.000	44.52	12/8/1999	46.08		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
36202DEM9			G N M A PASS THRU POOL 002840M						
01/21/14	E/P	0.000	4.10	12/7/1999	4.25		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
02/20/14	E/P	0.000	39.32	12/7/1999	40.70		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
03/20/14	E/P	0.000	4.43	12/7/1999	4.59		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
04/21/14	E/P	0.000	4.23	12/7/1999	4.38		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
05/20/14	E/P	0.000	4.22	12/7/1999	4.37		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
06/20/14	E/P	0.000	4.34	12/7/1999	4.49		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
07/21/14	E/P	0.000	6.47	12/7/1999	6.70		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
08/20/14	E/P	0.000	26.97	12/7/1999	27.91		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
09/22/14	E/P	0.000	4.70	12/7/1999	4.86		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
10/20/14	E/P	0.000	15.20	12/7/1999	15.73		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
11/20/14	E/P	0.000	28.37	12/7/1999	29.36		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
12/22/14	E/P	0.000	4.74	12/7/1999	4.90		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
74456QAN8			PUBLIC SVC ELEC GAS CO SEC'D MEDIUM TERM NOTES						
08/15/14	E/	50,000.000	50,000.00	6/22/2007	48,002.00		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
812737CA0			SEAWAY CMNTY BK ST. CLAIR MICH C/D FDIC INS TO LIMITS						
09/10/14	E/	95,000.000	95,000.00	8/26/2008	95,000.00		LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>

1099-B (con't) RBC Capital Markets, LLC - Sales, Redemptions, and Returns of Principal

BOXES 1a, 1b, 1c, 1d, 1e, 1f, 1g, 2, 3, 5 - Stocks, bonds etc. (con't)

SECURITY ID & DESCRIPTION (Box 1a)

DATE OF SALE	FORM 8949 / NOTES	QUANTITY	NET PROCEEDS	DATE ACQUIRED	NET COST	ADJUSTMENTS / CODE IF ANY	TERM	BASIS RPTD TO IRS	NON-CVRD SEC
(Box 1c)	(Box 1a)	(Box 1d)	(Box 1b)	(Box 1e)	(Box 1g / Box 1f)	(Box 2)	(Box 3)	(Box 5)	
89233P4U7		TOYOTA MTR CRD CORP MTN BE CALL STEP UP 3%-1/14; 4%-1/17; 4.5%-1/20, 5%-1/23, 7%-MAT	65,000 000	65,000.00	2/17/2011	63,152.85	LONG	<input type="checkbox"/>	<input checked="" type="checkbox"/>
01/28/14	E/								

NET PROCEEDS	NET COST	ADJUSTMENTS	TERM	BASIS RPTD TO IRS	NON-CVRD SEC
Boxes 1d, 1e & 1g SUBTOTALS	\$0.00	\$0.00	\$0.00	UNKNOWN	<input type="checkbox"/>
	\$0.00	\$0.00	\$0.00	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	\$405,337.85	\$401,230.53	\$0.00	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	\$0.00	\$0.00	\$0.00	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	\$0.00	\$0.00	\$0.00	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Boxes 1d, 1e & 1g TOTAL	\$405,337.85	\$401,230.53*	\$0.00		

* Please note that box 1e of Form 1099-B (shown in summary on the first page of this document) reflects the net cost or other basis of covered securities you sold (sale transactions checkmarked in the "BASIS RPTD TO IRS" column). It does not reflect the net cost or other basis of noncovered securities (sale transactions checkmarked in the "NON-CVRD SEC" column), which is not reported to the IRS. Please see the enclosed insert for more information.

P Return of principal or liquidation payment on securities. This may be subject to capital gain or loss; consult your tax advisor.

1099-MISC

RBC Capital Markets, LLC - Miscellaneous Income

If the total amount listed at the end of this section is less than \$10, it is not reported to the IRS, but it is provided for your information.

BOX 8 - Substitute payments in lieu of dividends or interest

SECURITY ID & DESCRIPTION

DATE	NOTES	AMOUNT	DATE	NOTES	AMOUNT
125581801	CIT GROUP INC COM				
11/26/14		\$4.65			
			TOTAL		\$4.65
				Box 8 Total Amount	\$4.65

The following information is provided for your use in preparing tax returns for this and subsequent years; it is not furnished to the IRS.